

EXHIBIT C

BURSOR&FISHER
P.A.

369 LEXINGTON AVENUE
10TH FLOOR
NEW YORK, NY 10017
www.bursor.com

SCOTT A. BURSOR
Tel: 212.989.9113
Fax: 212.989.9163
scott@bursor.com

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Via Electronic Filing

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 Twelfth Street, SW
Washington, DC 20554

Re: Applications of AT&T Inc. and Deutsche Telekom AG (“Applicants”) for Consent to Assign or Transfer Control of Licenses and Authorizations – WT Docket No. 11-65; DA 11-799; ULS File No. 0004669383

Reply Comments of Butch Watson

REDACTED FOR PUBLIC INSPECTION

Dear Ms. Dortch:

I represent Butch Watson and numerous other parties who oppose AT&T’s application and support the pending petitions to deny approval of the proposed acquisition.

On May 9, 2011, pursuant to the procedures outlined in the NRUF/LNP Protective Order issued in this docket (DA 11-711), four Bursor & Fisher attorneys, including myself, submitted Acknowledgments of Confidentiality for access to NRUF/LNP Confidential Information. On May 12, 2011, AT&T Inc. (“AT&T”) and T-Mobile USA, Inc. (“T-Mobile”) objected to those Acknowledgements on grounds that were patently frivolous. To date, the Commission has not ruled on AT&T’s objection, and has not advised us of any timetable for such a ruling. Access to the NRUF/LNP information is essential to our ability to represent our clients and to participate meaningfully in the Commission’s proceedings on this matter. We urge the Commission to resolve that matter promptly.

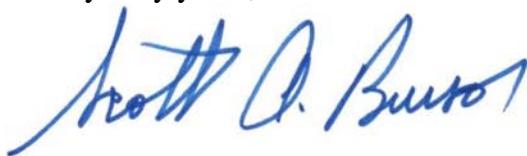
In the meantime, we are submitting herewith the Declaration of Colin B. Weir, which is redacted for public inspection. Mr. Weir’s declaration provides pre-merger and *pro forma* post-merger Herfindahl-Hirschman Index (“HHI”) market concentration values, and identifies markets where the proposed transaction would result in markets that are “Highly Concentrated” as that term is defined in the U.S. Department of Justice & Federal Trade Commission *Horizontal Merger Guidelines* at 19 (2010) – that is, markets where the merger will result in an HHI above 2500. Mr. Weir’s declaration also identifies markets where the merger will result in an increase in the HHI of between 100 and 200 points, which indicates that the merger “raise[s] significant competitive concerns” that “warrant scrutiny.” *Horizontal Merger Guidelines* at 19. Mr. Weir’s declaration also identifies markets where the merger will result in an increase in the

HHI of more than 200 points, such that it should be “presumed to be likely to enhance market power.” *Horizontal Merger Guidelines* at 19.

We urge the Commission to deny AT&T’s application entirely. In the alternative, we urge the Commission to require divestiture of any licenses and authorizations that AT&T seeks to acquire from T-Mobile in any Economic Area where the merger will result in a “Highly Concentrated” market with an HHI above 2500.

Unredacted copies of this filing containing NRUF/LNP Confidential Information (the “NRUF/LNP Confidential Filing”) are being submitted under separate cover, directly from Mr. Weir’s firm.

Very truly yours,



Scott A. Bursor

Copies by email only:

Colin B. Weir, cweir@econtech.com